

BEFORE THE  
DEPARTMENT OF TRANSPORTATION  
WASHINGTON, DC

Applications of

AMERISTAR AIR CARGO, INC. d/b/a  
AMERISTAR CHARTERS

for a certificate of public convenience and  
necessity under 49 U.S.C. § 41102 to engage  
in interstate and foreign charter air  
transportation of persons

Docket No. OST-2003-16773

Docket No. OST-2003-16774

**SUPPLEMENT NO. 1 OF AMERISTAR AIR CARGO, INC.**  
**d/b/a AMERISTAR CHARTERS**

Communications with respect to this document should be sent to:

F. Thomas Wachendorfer, Jr.  
President  
AMERISTAR AIR CARGO, INC. d/b/a  
AMERISTAR CHARTERS  
4400 Glenn Curtiss Drive, Suite 202  
Addison, TX 75001

Sheryl R. Israel  
**SHAW PITTMAN LLP**  
2300 N Street, NW  
Washington, DC 20037  
202-663-8312 (telephone)  
202-663-8007 (telecopier)  
[sheryl.israel@shawpittman.com](mailto:sheryl.israel@shawpittman.com)  
Attorneys for  
AMERISTAR AIR CARGO, INC.  
d/b/a AMERISTAR CHARTERS.

March 31, 2004

BEFORE THE  
DEPARTMENT OF TRANSPORTATION  
OFFICE OF THE SECRETARY  
WASHINGTON, D.C.  
March 31, 2004

Applications of

AMERISTAR AIR CARGO, INC. d/b/a  
AMERISTAR CHARTERS

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Docket No. OST-2003-16773

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**SUPPLEMENT NO. 1 OF AMERISTAR AIR CARGO, INC.**  
**d/b/a AMERISTAR CHARTERS**

Ameristar Air Cargo, Inc. d/b/a Ameristar Charters (“Ameristar”) hereby  
files this Supplement No. 1 to its Application for a certificate of public  
convenience and necessity under 49 U.S.C. §41102.

Consistent with the Department’s letter dated January 30, 2004, Ameristar  
hereby submits the following:

- Exhibit 3 (revised) - Ameristar Financial Statements for the six month  
period ended December 31, 2003.
- Exhibit 4 (revised) - Operating and Financial Forecasts (redacted).
- Exhibit 5 - Line of Credit (redacted).

**Application of Ameristar**  
**Page 2**

In addition, Ameristar hereby supplements the record with the following information:

- Exhibit 7 - Resume and Compliance Information for Ameristar's Manager Inflight.
- Exhibit 8 - Ameristar Organizational Chart.

As noted in Ameristar's application, Ameristar intends to operate single entity passenger charters, such as corporate shuttles and charters for sports teams and entertainment industry customers. Given the unpredictable nature of these charters, Ameristar is unable to identify the specific geographic area of operation, but does expect that the majority of operations will be in North America.

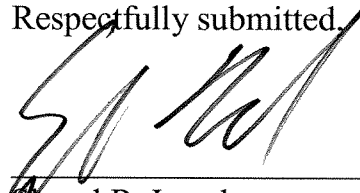
Ameristar does not expect to incur incremental costs relating to the maintenance of the B737 aircraft used for its proposed passenger charters. Maintenance costs are included in the forecast aircraft expenses, and Ameristar does not anticipate hiring additional mechanics. Routine maintenance will be handled either in house by mechanics currently employed by Ameristar or contracted out to qualified maintenance personnel, and heavy maintenance checks will be contracted out.

**Application of Ameristar**  
**Page 3**

Subject to obtaining the necessary approvals, Ameristar seeks to commence its passenger charter operations by May 1, 2004. Ameristar is fit, willing, and able to engage in interstate and foreign passenger charter air transportation. Ameristar has demonstrated that it is a U.S. citizen; has the managerial competence and technical ability to conduct its proposed operations; has access to more than sufficient resources to commence operations without posing an undue risk to consumers; and will comply with the Transportation Statute and the regulations imposed by Federal and State agencies. Ameristar will commit the manpower and resources necessary to work closely with the FAA to finalize manuals, training, and other requirements needed for the FAA to amend Ameristar's Part 121 operations specifications and add the passenger aircraft to Ameristar's certificate as expeditiously as possible.

WHEREFORE, Ameristar respectfully requests that the Department issue a certificate of public convenience and necessity to Ameristar authorizing it to engage in interstate and foreign passenger charter air transportation in time for Ameristar to commence operations by May 1, 2004.

Respectfully submitted.

A handwritten signature in black ink, appearing to read 'Sheryl R. Israel', is written over a horizontal line.

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Sheryl R. Israel  
SHAW PITTMAN LLP  
2300 N Street, N.W.  
Washington, D.C. 20037  
(202) 663-8312 (phone)  
(202) 663-8007 (fax)  
sheryl.israel@shawpittman.com

**Counsel for Ameristar Air Cargo, Inc.**  
**d/b/a Ameristar Charters**

**CERTIFICATE OF SERVICE**

I hereby certify that a copy of the foregoing Supplement No. 1 of Ameristar Air Cargo, Inc. d/b/a Ameristar Charters has been served the 31<sup>st</sup> day of March, 2004, upon the following person:

Oscar Brown, Manager  
Dallas-Fort Worth Flight Standards District Office  
Federal Aviation Administration  
Centre Port Business Park  
14800 Trinity Boulevard, Suite 200  
Fort Worth, Texas 76155

  
\_\_\_\_\_  
Helena Richardson

## Exhibit 3 (revised)

## BALANCE SHEET

As At: December 31, 2003  
 Schedule B-1.1 for Group I < 20M  
 LINE# DESCRIPTION

Air Carrier: Ameristar Air Cargo,  
 Operation : Domestic AMQD  
 AMOUNT

-----		-----
ASSETS		
CURRENT ASSETS		
Line 1	Cash and cash equivalents	0
Line 2	Notes and accts receivable (net)	0
Line 3	Other current assets	2,874,460
Line 4	Total current assets	2,874,460
PROPERTY AND EQUIPMENT		
Line 5	Owned property and equipment	1,616,333
Line 6	Less: accumulated depreciation	570,797
Line 7	Prop. & equip. under cap. leases	0
Line 8	Less: accumulated amortization	0
Line 9	Total property & equipment	1,045,536
Line 10	OTHER ASSETS	0
Line 11	TOTAL ASSETS	3,919,996
LIABILITIES & STOCKHOLDERS' EQ.		
CURRENT LIABILITIES		
Line 12	Notes and accounts payable	0
Line 13	Accrued taxes	0
Line 14	Other current liabilities	137,325
Line 15	Total current liabilities	137,325
Line 16	LONG-TERM DEBT	0
Line 17	OTHER LIABILITIES	0
Line 18	DEFERRED CREDITS	0
STOCKHOLDERS' EQUITY:		
Line 19	Preferred shares outstanding	0
Line 20	Common shares outstanding	1,000
Line 21	Other paid in capital	0
Line 22	Retained Earnings	3,781,671
Line 23	Total stockholders' equity	3,782,671
Line 24	Less: Treasury stock	0
Line 25	Net stockholders' equity	3,782,671
Line 26	TOTAL LIAB. & STOCKHOLDERS' EQ.	3,919,996
Line 19A	No. of Preferred shares outstanding	0
Line 20A	No. of Common shares outstanding	1,000

I, the undersigned, (Title) \_\_\_\_\_  
 of the above-named air carrier certify that the above report and  
 the attached Financial Schedules, Statement of Operations, and  
 Traffic and Capacity Statistics, including the T-100 report and  
 Passenger Origin-Destination Survey, have been examined by me and  
 to the best of my knowledge and belief are true, correct and  
 complete reports for the period stated.

Signature: *Fleet Lassetter* Date: 3/19/04

Name (Please Type or Print) Fleet Lassetter

## STATEMENT OF OPERATIONS

Six Months Ended: December 31, 2003  
 Schedule P-1.1 Group I < 20M

Air Carrier: Ameristar Air Cargo,  
 Operation : Domestic AMQD

LINE#	DESCRIPTION	AMOUNT
	OPERATING REVENUE	
	Transport Revenue	
	Scheduled Service	
Line 1	Passenger	0
Line 2	Other	0
Line 3	Nonscheduled Service	3,089,025
	Transport Related Revenue	
Line 4	Public Service Revenue	0
Line 5	Other	0
Line 6	Total Operating Revenue	3,089,025
	OPERATING EXPENSE	
Line 7	Flying Operations	1,003,106
Line 8	Maintenance	595,675
Line 9	General Services and Administration	101,249
	Depreciation and Amortization	
Line 10	Owned Property and Equipment	179,237
Line 11	Leased Property and Equipment	380,001
Line 12	Transport Related Expense	0
Line 13	Total Operating Expense	2,259,268
Line 14	OPERATING PROFIT OR LOSS	829,757
	NONOPERATING EXPENSE (INCOME)	
Line 15	Interest Expense	0
Line 16	Other Nonoperating (Net)	0
Line 17	Income Tax	0
Line 18	Discontinued operations, extra-ordinary items or Accounting changes	0
Line 19	Net Income	829,757
Line 20	Full-Time Employees	26



AIRCRAFT OPERATING EXP. - Sch. P-5.1 Grp I < 20M 6 Mo: December 31, 2003  
 Air Carrier: Ameristar Air Cargo, Operation: Domestic AMQD

ACCT # DESCRIPTION Total Exp E-717-2C Code 9999 Code 6212

DIRECT EXPENSES:				
FLYING OPERATIONS (Less Rentals				
3	Pilots and Copilots (S&W & benef	911,831	911,831	
4	Aircraft Fuel and Oil	0	0	
5	Other	91,275	91,275	
6	Total Flying Ops. (Less Rentals	1,003,106	1,003,106	
7	Maintenance - Flight Equipment	595,675	595,675	
8	Depr. & Rental - Flight Equipme	380,001	380,001	
9	Total Direct Expenses	1,978,782	1,978,782	
INDIRECT EXPENSES				
11	Flight Attendant Expense	0	0	
12	Traffic Related Expense	0	0	
13	Departure Related Expense	0	0	
14	Capacity Related Expense	280,486	280,486	
15	Total Indirect Expense	280,486	280,486	
16	Total Operating Expense	2,259,268		
17	Total Aircraft Hours (Airborne)	0	0	
18	Aircraft Days Assigned	0	0	
19	Aircraft Fuels Issued (gallons)	0	0	

Ameristar Air Cargo, Inc.  
Proforma Income Statements

for the Pax Operation (assuming 1 B737 addition Month 1, one in Month 10, and one in Month 11).

(Currency Amounts in US Dollars)

	month 1	month 2	month 3	month 4	month 5	month 6	month 7	month 8	month 9	month 10	month 11	month 12	12 months total
Aircraft Hours	50.0	50.0	50.0	50.0	50.0	50.0	50.0	50.0	50.0	100.0	150.0	150.0	850.0
Avg Rate/ Hour													
Total Revenue													
Aircraft expense- lease & maintenance	72,500	72,500	72,500	72,500	72,500	72,500	72,500	72,500	72,500	145,000	217,500	217,500	1,232,500
Insurance	0	0	0	0	0	0	0	0	0	0	0	0	0
Salaries	4,000	4,000	4,000	14,833	14,833	14,833	14,833	14,833	40,500	59,333	59,333	59,333	304,667
Flight Crews	0	0	0	0	0	0	0	0	0	0	0	0	0
Maintenance	0	0	0	0	0	0	0	0	0	0	0	0	0
Administration	480	480	480	1,780	1,483	1,483	1,483	1,780	4,860	7,120	5,933	7,120	34,483
Taxes & benefits	500	500	500	500	500	500	500	500	500	500	500	500	6,000
Office Expenses	5,000	0	0	0	0	0	0	0	0	0	0	0	5,000
Outside Services	7,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	10,000	15,000	10,000	3,000	66,000
Flight Charts and Manuals	500	0	0	0	0	0	0	0	10,000	10,000	1,000	5,000	36,500
Travel Expenses	5,000	5,000	5,000	5,000	15,000	15,000	15,000	15,000	20,000	20,000	30,000	30,000	180,000
Depreciation	0	0	0	0	0	0	0	0	0	0	0	0	0
Miscellaneous	0	0	0	0	0	0	0	0	0	0	0	0	0
Fixed Expenses	94,980	85,480	85,480	97,613	107,317	117,317	107,317	107,613	158,360	256,953	324,267	322,453	1,865,150
Net Income (Loss)	55,020	64,520	64,520	52,387	42,683	32,683	42,683	42,387	(8,360)	43,047	125,733	127,547	684,850

Three Month Start-up

Parts and Maintenance Variable Expenses	0	0	0	0	0	0	0	0	0	0	0	0	0
Gross Profit	0	0	0	0	0	0	0	0	0	0	0	0	0
Aircraft Lease	0	0	0	0	0	0	0	0	0	0	0	0	0
Insurance	0	0	0	0	0	0	0	0	0	0	0	0	0
Salaries	0	0	0	0	0	0	0	0	0	0	0	0	0
Flight Crews	0	0	0	0	0	0	0	4,000	0	0	0	0	0
Maintenance	0	0	0	0	0	0	0	0	0	0	0	0	0
Administration	0	0	0	0	0	0	0	0	0	0	0	0	0
Taxes & benefits	0	0	0	0	0	0	0	1,200	0	0	0	0	0
Office Expenses	0	0	0	0	0	0	0	500	0	0	0	0	0
Outside Services	8,000	8,000	8,000	8,000	8,000	8,000	8,000	8,000	8,000	8,000	8,000	8,000	8,000
Flight Charts and Manuals	0	0	0	0	0	0	0	10,000	10,000	10,000	10,000	10,000	10,000
Travel Expenses	0	0	0	0	0	0	0	5,000	5,000	5,000	5,000	5,000	5,000
Depreciation	0	0	0	0	0	0	0	0	0	0	0	0	0
Miscellaneous	0	0	0	0	0	0	0	0	0	0	0	0	0
Fixed Expenses	8,000	8,000	8,000	38,700	8,000	8,000	8,000	38,700	8,000	8,000	8,000	8,000	8,000
Net Income (Loss)	(8,000)	(8,000)	(8,000)	(38,700)	(8,000)	(8,000)	(8,000)	(38,700)	(8,000)	(8,000)	(8,000)	(8,000)	(8,000)

Exhibit 4 (revised)



Comerica Bank-Texas

P.O. Box 650262  
Dallas, Texas 75266-0262

November 13, 2003

Ameristar Jet Charter, Inc.  
Attn: Tom Wachendorfer  
4400 Glenn Curtiss Drive  
Suite 202  
Addison, Texas 75001-5427

Via Fax #972-248-9697

Dear Mr. Wachendorfer:

As you requested, this letter will confirm your Line of Credit with Comerica Bank. This line opened May 31, 2001 in the amount of \$4,500,000.00, maturing September 30, 2004. The line has a current outstanding balance of \$1,991,891.12 and an available balance of \$2,508,108.88.

The outstanding balance on [REDACTED] was [REDACTED] with [REDACTED] available.  
The outstanding balance on [REDACTED] was [REDACTED] with [REDACTED] available.

Please feel free to call me at 214-589-3090 should you need additional information.

Sincerely,

Nellie I. Headrick  
Credit Administration/Mail Code 6524  
214-589-3090



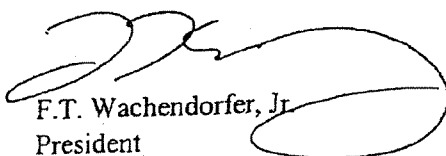
November 10, 2003

Mr. F.T. Wachendorfer, Jr.  
President  
Ameristar Air Cargo, Inc.  
P.O. Box 700548  
Dallas, TX 75370-0548

Dear Tom:

Please allow this letter to confirm the understanding that we commit at least \$1,500,000 of the line of credit from Comerica Bank- Texas to Ameristar Air Cargo, Inc. for its working capital needs. This commitment is through at least August, 2004.

Sincerely,  
AMERISTAR JET CHARTER, INC..

  
F.T. Wachendorfer, Jr.  
President

cc: DOT application file

*Julie K. Redmond  
5417 Sun Meadow Dr.  
Flower Mound, Texas 76522  
817/430-3805 FAX 817/430-3815*

Exhibit 7

*Objective: Base Manager, Manager of Inflight, Director of Inflight,  
Inflight Instructor*

---

*Qualifications:*

- . 20 + years as flight attendant on a major carrier.*
  - . 3+ years as flight attendant supervisor.*
  - . 4+ years as manager of Inflight training.*
  - . 4+years as Director of Inflight and Inflight training*
  - . Certified in airline safety and passenger service*
  - . Experienced in airline certification and ETOPS certification*
  - . Well traveled throughout U.S.A., Europe and Mexico*
  - .Advanced training in food service and event planning*
- 

*Employment:*

*2003))*

*planning*

*Director of Inflight and Flight Attendant Training  
Omni Air International (June 2001 through June*

*Director of Inflight and Flight Attendant Training  
Legend Airlines (1999-2001)*

*Owner of an event planning company (1990 to 1999).*

*"The Party Line" full service catering and event*

*Flight Attendant Instructor – Consultant (1989-1999)*

*Express One Airline, Safe Flight Services*

*Manager of In-flight training (1985 – 1989)*

*Braniff Airlines*

*Flight Attendant (1968 to 1989)*

*Braniff International and Braniff Airlines Inc.*

---

*Education:*

*Oklahoma State University (1966 – 1968)  
Airline sponsored workshops and seminars  
Culinary training*

## MEMORANDUM

DOT FITNESS EVALUATION  
KEY PERSONNEL QUESTIONNAIRE

NOTE: This questionnaire will be used in connection with submissions to the DOT regarding fitness information for Ameristar Air Cargo, Inc. (14 C.F.R. § 204.3). Please answer all questions, with a more detailed explanation where requested, sign and date the form, and return it to Sheryl Israel at ShawPittman LLP either by facsimile (202/663-8007) or air express service (2300 N Street, N.W., Washington, D.C. 20037). Please indicate if you desire for any part of your response to be kept confidential.

1. Please provide your name and residence address:

Julie K REDMOND  
5417 S.W. MEADOW DR.  
FLOWER MOUND, TEXAS 75022

2. Title or position with the company:

Mgr. INFLIGHT

3. Number and type of shares of company stock owned, or to be acquired, if any:

0

4. Current position, business address and telephone number:  
(If you currently serve in this position with Newco, identify how long you have held the position).

NA

5. Are you a citizen of the United States?

Yes ☒

No ☐

6. If you are not a U.S. citizen, please indicate your nationality and current immigration status: \_\_\_\_\_.
7. Are you currently an officer, director or major shareholder (5 percent or more of the total stock), or do you have any other significant interest in, any other air carrier, foreign air carrier, common carrier, person substantially engaged in the business of aeronautics, or person whose principal business is the ownership or control of any such transportation or aeronautic activity?

Yes\_\_\_ No ☒

(If your answer is "yes", please provide detailed information relating to each such relationship or interest in the space provided in Attachment A to this questionnaire).

8. Have you held, in the past, any position with any U.S. or foreign air carrier, or other aviation-related business?

Yes ☒ No\_\_\_

(If your answer is "yes", please provide information regarding all positions held, with dates of employment and responsibilities, and any other relevant information, in Attachment A, or attach a copy of a recent resume to this questionnaire). *See attached resume.*

9. Are you or any company in which you have a substantial interest (defined below) the subject of any pending legal action, or outstanding judgment, involving a claim in excess of \$5,000?

Yes\_\_\_ No ☒

(If your answer is "yes", please provide date and amount of each claim or judgment, and the name of each claimant or judgment creditor, in the space provided in Attachment A).

10. Are you or any company in which you have substantial interest (defined below) the subject of any pending legal action, or out-standing judgment, involving a claim of less than \$5,000?

Yes ☐

No ☒

(If your answer is "yes", please supply the total number and aggregate amount of all claims and/or judgments outstanding against you in the space provided in Attachment A).

11. Are you or have you or any company in which you have a substantial interest (defined below) been the subject of a formal complaint or enforcement investigation by the DOT or the FAA regarding compliance with Subtitle VII of Title 49 of the United States Code (the "Statute"), or any order, rule, regulation or other requirement issued pursuant to the Statute, during the past five (5) years?

Yes ☐

No ☒

(If your answer is "yes", describe each complaint or enforcement action, and indicate the current status or final disposition of each matter in the space provided in Attachment A).

12. Have you or any company in which you have a substantial interest (defined below) ever been charged with any unfair or deceptive or anticompetitive business practices, or any fraud, felony or antitrust violation, during the past ten (10) years?

Yes ☐

No ☒

(If your answer is "yes", please describe, and indicate disposition or current status of each proceeding in the space provided in Attachment A).

13. Have you or any company in which you have a substantial interest (defined below) been involved in any aircraft accident or incident during the past year, or in the past and which remains the subject of an open investigation by the FAA, NTSB or the Company?

Yes ☐

No ☒

(If your answer is "yes", please provide the date and other details, including the status of any pending investigations, in the space provided in Attachment A).



Julie K. Redmond 03-25-04  
Signature Date

JULIE K. REDMOND  
Name (typed or printed)

Attachments 1

## Ameristar Air Cargo, Inc.

## General Operations Manual

Chapt: 1  
Page: 1  
Date: 02/01/04  
Rev.: 14

## 1.1 Ameristar Air Cargo, Inc. Organization Chart

